

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

SPRAGUE ENERGY CORP.,)	
Plaintiff,)	
)	
v.)	CIVIL ACTION NO. 05-11248-RGS
)	
)	
CITY OF LOWELL,)	
Defendant.)	
_____)	

**STIPULATION OF DISMISSAL WITH
PREJUDICE PURSUANT TO FED. R. CIV. P. 41(a)(1)(ii)**

Pursuant to Fed. R. Civ. P. 41(a)(1)(ii), the parties, through their respective counsel, hereby stipulate that the above-captioned civil action be dismissed. This dismissal shall be with prejudice, and with all rights to appeal being waived. Each party shall bear its own attorney's fees and costs.

SPRAGUE ENERGY CORP.,
By its attorneys,

CITY OF LOWELL,
By its attorneys,

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Dated: July 25, 2005